

MARVEL
COMICS
GROUP

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COMICS
CODE
AUTHORITY

the AMAZING SPIDER-MAN



**"THE HORNS
OF THE
RHINO!"**

THE AMAZING SPIDER-MAN!

THE HORNS OF THE RHINO!

BEGINNING:

A GREAT
NEW ERA
IN THE EVER-CHANGING
LIFE OF THE WORLD'S
MOST AMAZING
WEB-SPINNER!



SEE THE RETURN
OF **BETTY BRANT**,
AND THE STARTLING
RESULT THAT FOLLOWS!

SEE THE SURPRISE
APPEARANCE OF
J. JONAH JAMESON'S
ASTRONAUT SON!

SEE THE MOST
EXCITING NEW
PURCHASE PETEY
EVER MADE!

SEE SPIDEY FIGHT
THE **RHINO**--MOST
FEARSOME VILLAIN
OF ALL!

DESPITE THE EXTREME **MODESTY** FOR WHICH
WE'RE SO JUSTLY FAMOUS, WE SIMPLY **HAVE** TO
TELL YOU THAT THIS IS ONE OF THE **GREATEST**
ACHIEVEMENTS OF--

STAN LEE, WRITER **JOHN ROMITA**, ARTIST
M. DEMEO, INKER **ART SIMEK**, LETTERER

MOST SUPER-HERO THRILLERS OPEN WITH CONTRIVED ACTION, IN ORDER TO HOOK YOU! BUT WE KNOW YOU'LL HANG AROUND--AND, TO PROVE OUR FAITH IN YOU, LET'S VISIT AUNT MAY...

I'M SO GLAD YOU DROPPED IN, ANNA!

SO AM I, MAY DEAR! THERE'S NOTHING LIKE HAVING SOME TEA AND A TALK WITH A GOOD FRIEND!

BESIDES, I'VE BEEN WANTING TO ASK YOU SOMETHING...

NOW THAT MY NIECE, MARY JANE, TOOK AN APARTMENT OF HER OWN, WHY DON'T YOU SELL THIS HOUSE AND MOVE IN WITH ME?

IT WOULD MEAN SUCH A SAVING FOR YOU--AND WE'D BE COMPANY FOR EACH OTHER!

ANNA MAY WATSON! IF YOU AREN'T THE DEAREST THING!

THEN, YOU'LL DO IT?

I'D LOVE TO, DEAR-- BUT I JUST COULDN'T! THERE'D BE NO ONE TO LOOK AFTER POOR PETER!

BUT, MAY--HE'S ALMOST TWENTY--HE'S GOING TO COLLEGE!

HE EVEN EARNS A LIVING BY SELLING NEWS PHOTOS!

BUT, I'M THE ONLY RELATIVE HE HAS! THE DEAR BOY IS SO DEPENDENT UPON ME!

YOU KNOW HOW FRAIL, AND FRAGILE HE IS! IF I WEREN'T AROUND TO BE SURE HE EATS A BALANCED DIET, AND WEARS WARM CLOTHES, I DON'T KNOW WHAT WOULD HAPPEN!

I SUPPOSE YOU KNOW BEST, DEAR! WELL, THANK YOU FOR THE TEA, MAY... I'M AFRAID I MUST RUN ALONG NOW!

IF PETER PARKER WERE MY NEPHEW, I'D TRY TO MAKE HIM MORE INDEPENDENT!

BUT, HE'S PROBABLY THE TYPE THAT LIKES TO BE MOLLY-CODDLED!

AFTER STRUGGLING THRU THE LAST FOUR PANELS, YOU CAN BE SURE OF ONE THING--OUR STORY CAN'T POSSIBLY MOVE ANY SLOWER FROM NOW ON! SO, WHAT SAY WE JOIN MAY PARKER'S "FRAGILE" NEPHEW NOW--?

I'VE MADE UP MY MIND! I'LL TAKE IT!

AFTER SEEING YOU IN HERE EVERY DAY FOR A MONTH, I KIND OF THOUGHT YOU WOULD!

I SUPPOSE I CAN FINANCE IT?

CERTAINLY, PARKER--SO LONG AS THE BANK APPROVES THE LOAN!

WE'LL NEED A CREDIT REFERENCE, OF COURSE!

OH, THAT WON'T BE ANY PROBLEM! I'VE BEEN SELLING PHOTOS TO JONAH JAMESON FOR YEARS! I'M SURE HE'LL VOUCH FOR ME!

WHY NOT CALL HIM NOW, WHILE I DRAW UP THE PAPERS?

SURE! I DON'T WANNA WASTE A MINUTE!

I WANT THOSE WHEELS SO BAD I CAN TASTE IT!

THUS, A FEW SECONDS LATER...

PARKER?? WHY IN BLAZES HAVEN'T YOU BROUGHT ME ANY PHOTOS THIS WEEK? IF YOU THINK--

WHAT?!! YOU WANT TO BUY A CYCLE-- AND EXPECT ME TO RECOMMEND YOU FOR THE BANK LOAN?

YOU DIALED THE WRONG NUMBER, KID! TRY LOOKIN' UP SANTA CLAUS!

ANYTHING WRONG, DAD?

NAH! JUST SOME PEST!

BUT, COME TO THINK OF IT, IF HE HAS A DEBT TO PAY OFF, HE'D HAVE TO SELL ME MORE PICTURES --AND I CAN BUY 'EM CHEAPER THAN EVER FROM HIM!

TELL YOU WHAT, PARKER-- EVEN THOUGH EVERYONE SAYS I'M TOO GENEROUS FOR MY OWN GOOD, I'LL DO IT FOR YOU!

WOW! GREAT!

YEAH--CHORTLE--GREAT!

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THE TROUBLE WITH ME IS I'M TOO **SOFT-HEARTED!** I'M ALWAYS DOING **FAVORS** FOR EVERYONE! I'M JUST A BIG BUNDLE OF GOOD-NATURED **JELLY!**

BUT NOBODY EVER **APPRECIATES** IT! IT JUST DOESN'T **PAY** TO BE A NICE GUY! THE TROUBLE WITH ME IS-- I'M TOO **SWEET!**

THAT REMINDS ME! IT'S TIME I WAS ROASTING **SPIDER-MAN'S** HIDE IN AN **EDITORIAL** AGAIN!

SLAM!

SPIDER-MAN?

WHAT HAVE YOU GOT AGAINST HIM, DAD?

DON'T YOU REMEMBER HOW HE **RESCUED** ME A FEW YEARS AGO?

DON'T REMIND ME OF IT!

HE **NEVER** SAVED YOU! YOU DIDN'T NEED ANY HELP FROM HIM! HE JUST TOOK THE **CREDIT** FOR IT--THAT GLORY-HOGGING **ITCH!**

AS A MATTER OF FACT, I NEVER DID **THANK** HIM!

AW, DAD-- YOU'VE GOTTA BE **KIDDIN'!**

I-- NEVER **KID!!**

BUT, DON'T YOU REMEMBER THE DAY WHEN MY CAPSULE LOST ITS **GUIDANCE SYSTEM PACKET?**

IT BEGAN PLUNGING TO EARTH--HOPELESSLY OUT OF CONTROL!

"THE SPACE AGENCY HAD NO WAY OF **SAVING** ME--UNTIL THEY GAVE THE SMALL PACKET TO **SPIDER-MAN**, WHO **COMMANDEERED** A MILITARY JET--!"*

THIS WILL BE MY FIRST AND LAST CHANCE!

IF IT DOESN'T WORK--LOOK OUT BELOW!

THWIP!

*FROM **SPIDER-MAN #1** --AGELESS STAN!

"I COULDN'T SEE THE WHOLE THING, BUT--WHAT HAPPENED NEXT IS **HISTORY!**"

I **DID** IT!

NOW IF I CAN JUST **HANG ON!**

"AND, HANG ON HE **DID**, WITH THAT AMAZING **SPIDER POWER** OF HIS--SKILLFULLY PUTTING THE **GUIDANCE PACKET** BACK IN POSITION!"

CAPSULE UNDER MANUAL CONTROL AGAIN! WILL EJECT 'CHUTE AND LAND IMMEDIATELY!

"I'LL NEVER **FORGET** THAT DAY, DAD-- JUST AS I'LL NEVER FORGET THAT IT WAS **SPIDER-MAN** WHO MADE MY SAFE **LANDING POSSIBLE!**"

BOY! THE **JOE** INSIDE THIS CAPSULE IS THE **REAL** SUPER-HERO!

"UNFORTUNATELY, FOR REASONS BEST KNOWN TO HIMSELF, SPIDER-MAN **FLED** BEFORE ANYONE COULD FIND HIM--OR COULD THANK HIM."

I'D BETTER MAKE MYSELF SCARCE NOW!



I NEVER THOUGHT MY OWN SON WOULD BE TAKEN IN BY SUCH A CHEAP **PUBLICITY STUNT**!

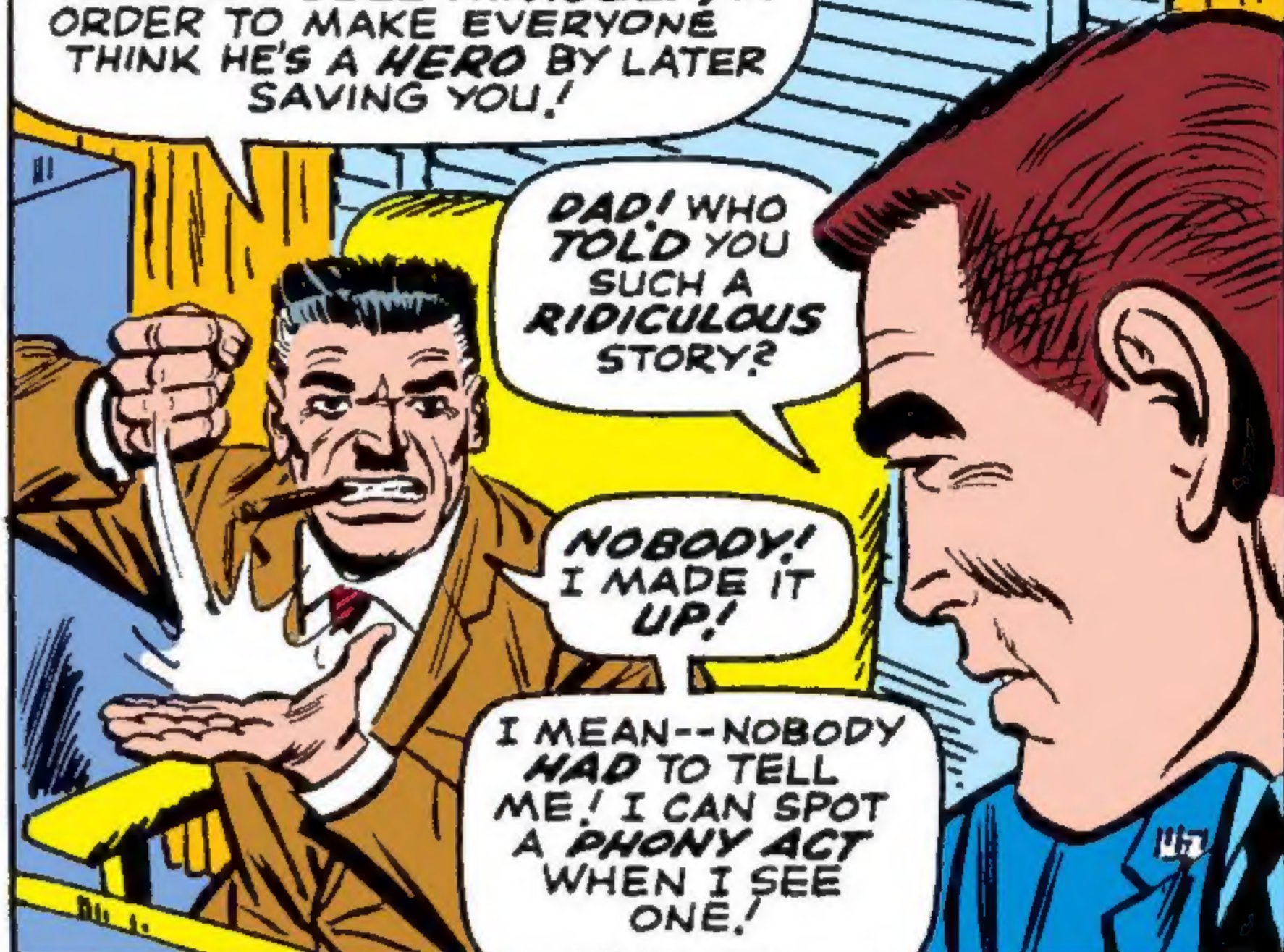
PUBLICITY STUNT??!!

NATURALLY!! THAT BLASTED WALL-CRAWLER SABOTAGED YOUR CAPSULE **HIMSELF**, IN ORDER TO MAKE EVERYONE THINK HE'S A **HERO** BY LATER SAVING YOU!

DAD! WHO TOLD YOU SUCH A **RIDICULOUS** STORY?

NOBODY! I MADE IT UP!

I MEAN--NOBODY **HAD** TO TELL ME! I CAN SPOT A **PHONY** ACT WHEN I SEE ONE!



WHY? WHY? **WHY** MUST I BE HAUNTED--HOUNDED--**PLAGUED** BY THAT SNEAKY, CREEPY, ROTTEN, NO-GOOD MASKED MENACE ALL MY LIFE?!!

WHY DOESN'T SOMEONE **CATCH** HIM--DEFEAT HIM--SQUASH HIM AGAINST A WALL--**ANYTHING**--SO LONG AS I GET HIM OUT OF MY LIFE!!



DO YOU REALIZE THAT IF NOT FOR **ME**--AND MY COURAGEOUS **EDITORIALS**--PEOPLE WOULD START MAKING A **HERO** OF THAT LOW-LIFE?!

I HAVE TO KEEP **REMINDING** THEM--IN MY PAPER--THAT HE'S A COWARDLY **CROOK**--HIDING BEHIND A MASK TO ESCAPE JUSTICE!!



AND **STILL** THEY DOUBT ME! THERE ARE ACTUALLY LUNATICS WHO **ADMIRE** HIM!

DAD, DO YOU THINK YOU'RE REALLY BEING **FAIR** TO SPIDER-MAN?

FAIR?? WHAT'S **THAT** GOT TO DO WITH ANYTHING? HE'S THE ONE WHO ROBBED YOU OF YOUR FULL SHARE OF **GLORY** FROM THAT SPACE FLIGHT!

BUT THAT'S WATER UNDER THE BRIDGE NOW! I'VE MADE MANY FLIGHTS **SINCE** THEN! WHY NOT **FORGET** ABOUT SPIDER-MAN?

THAT'S THE **BEST** IDEA I'VE HEARD ALL DAY! TELL ME ABOUT **YOURSELF**, JOHN...



WELL, DAD--THE REASON I CAME HOME ON THIS SUDDEN LEAVE IS--A **STRANGE** THING HAPPENED ON MY LAST SPACE MISSION--

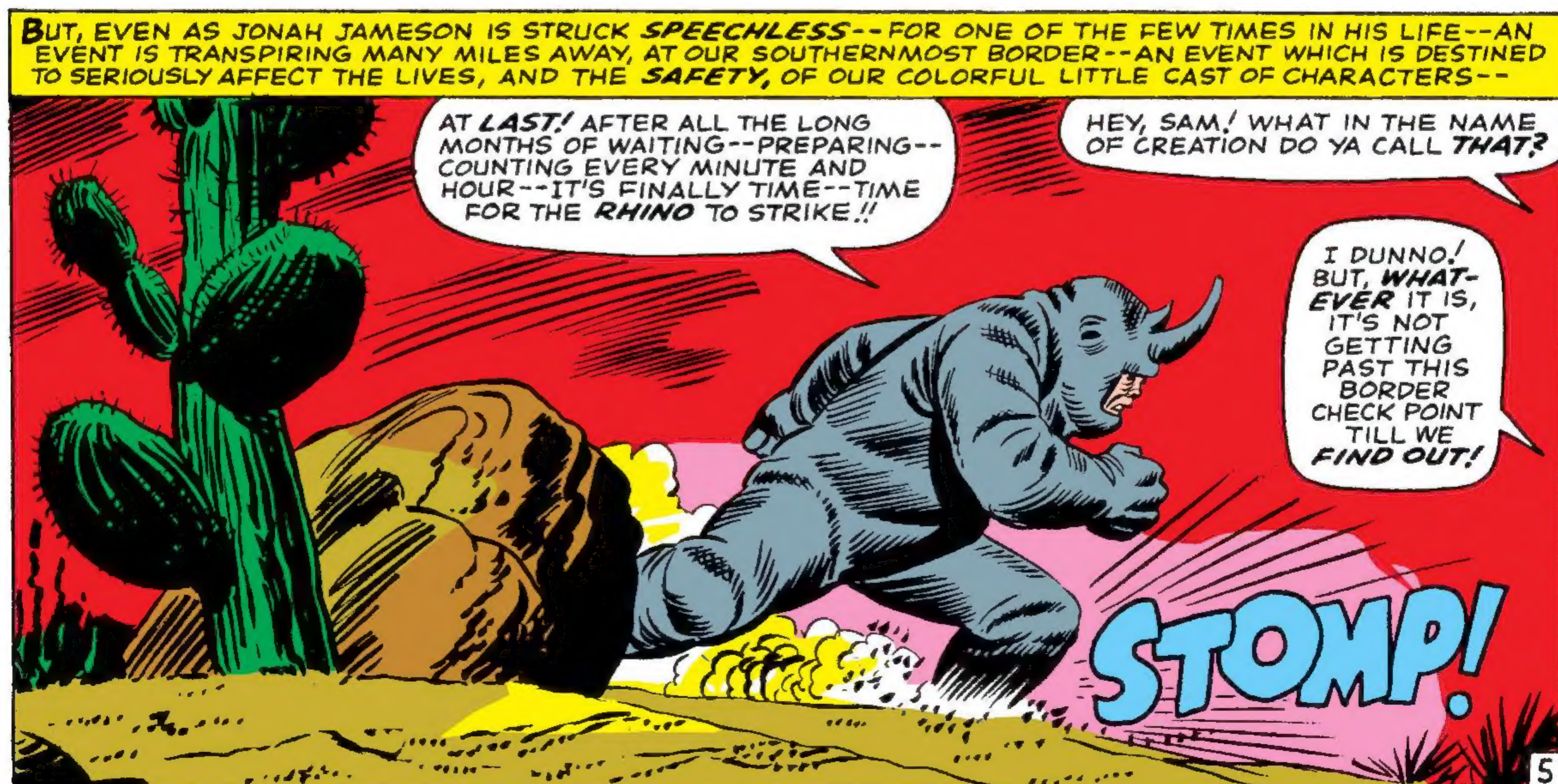
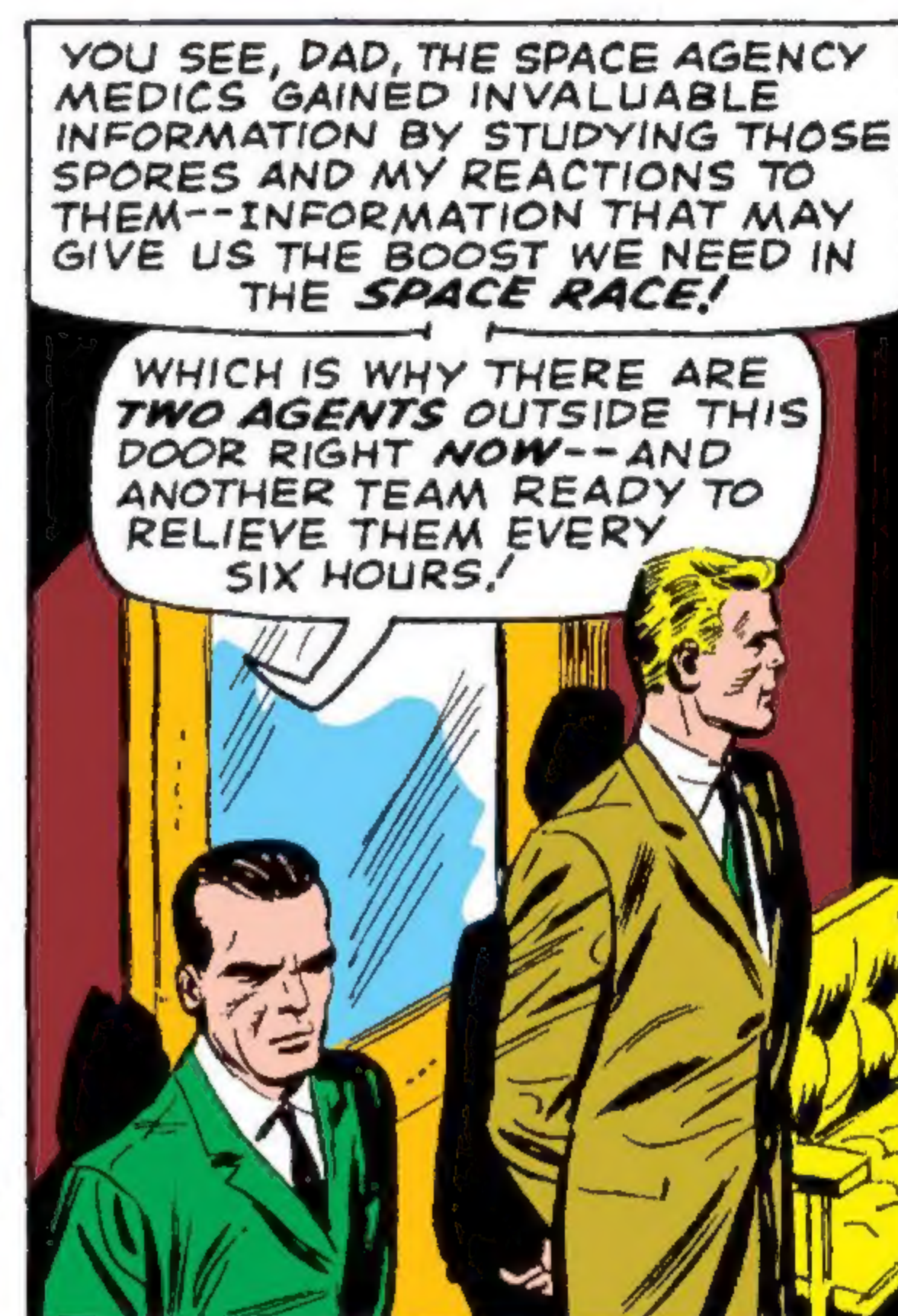
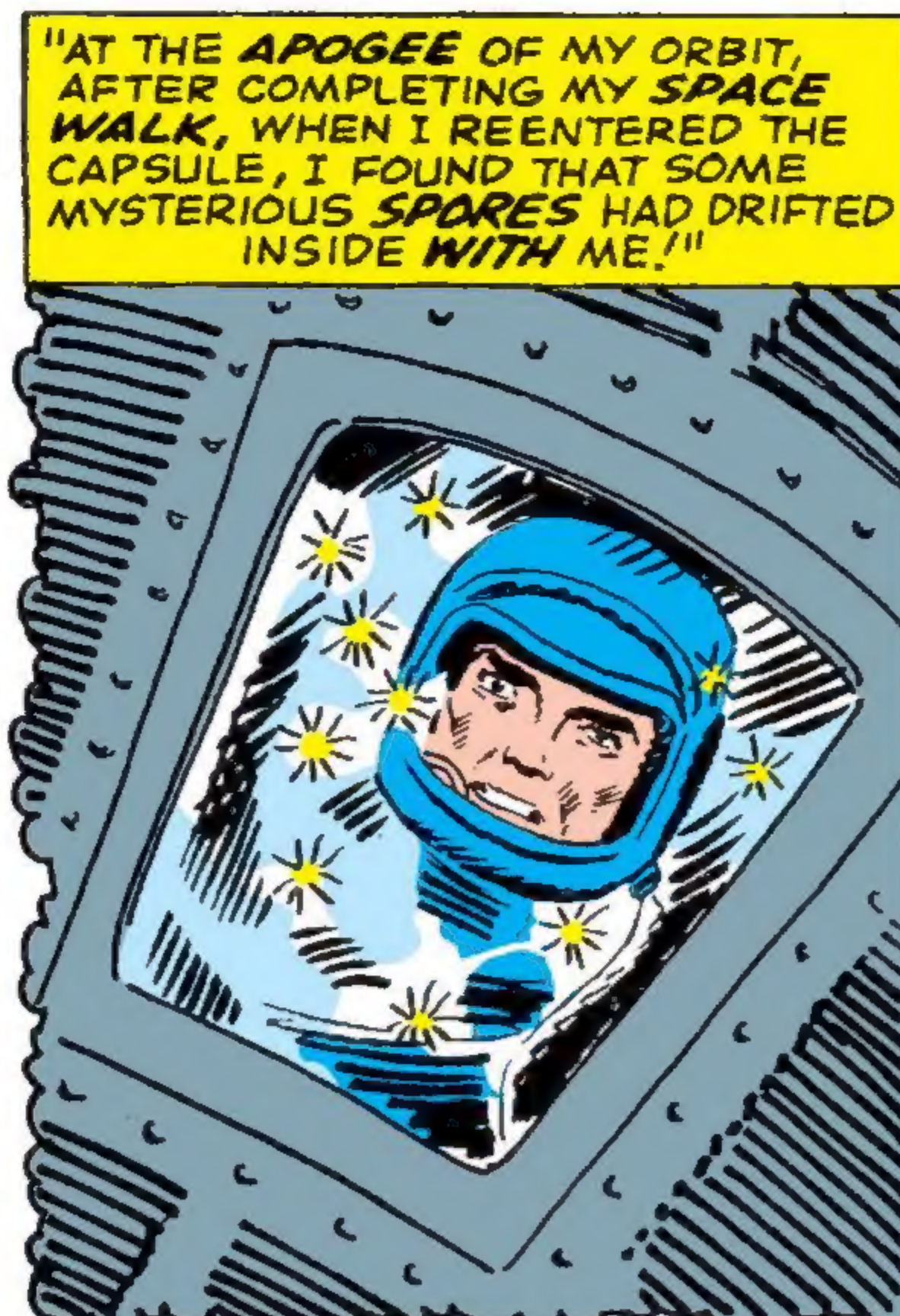
WHAT DO YOU **MEAN?** WHAT **STRANGE** THING?

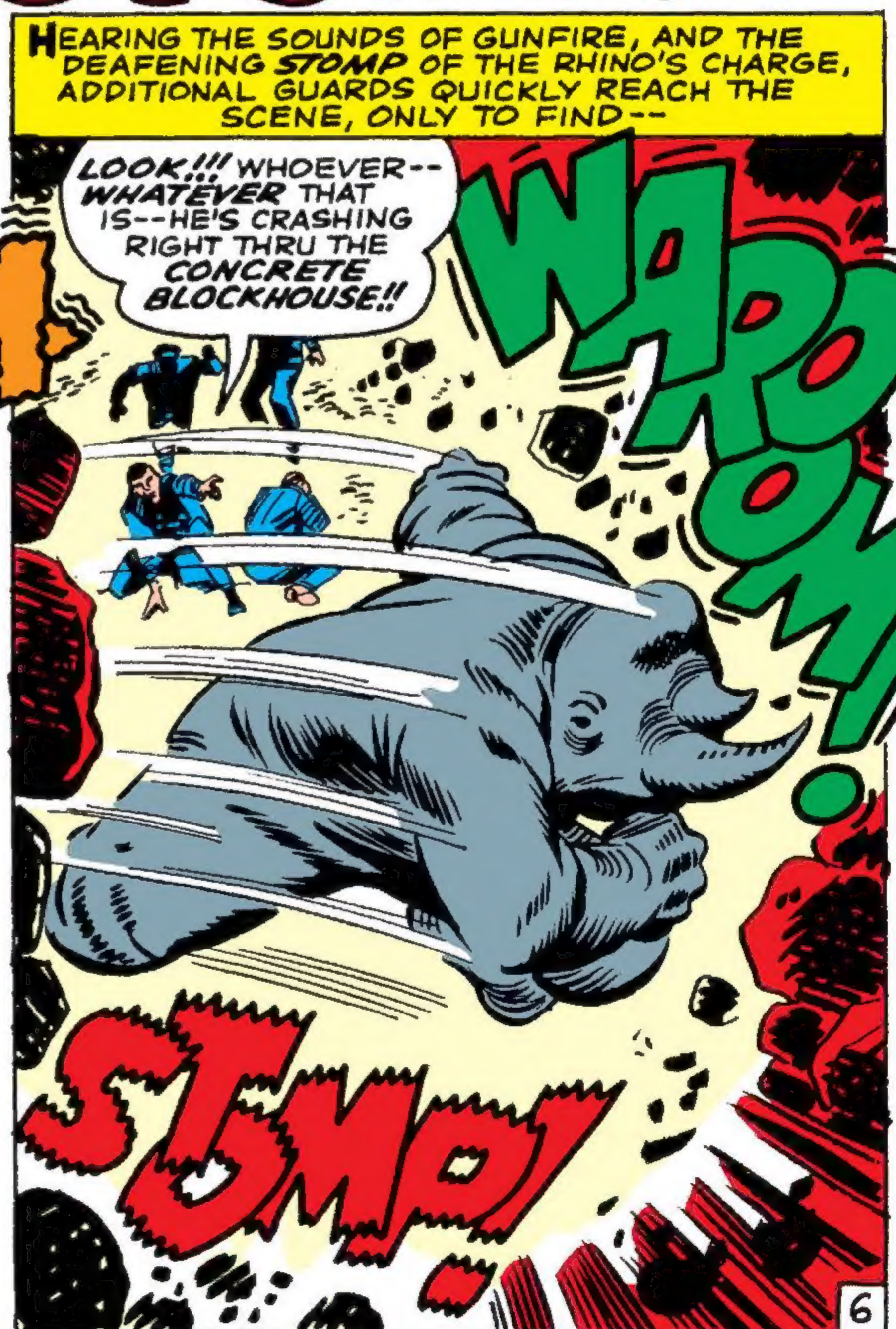
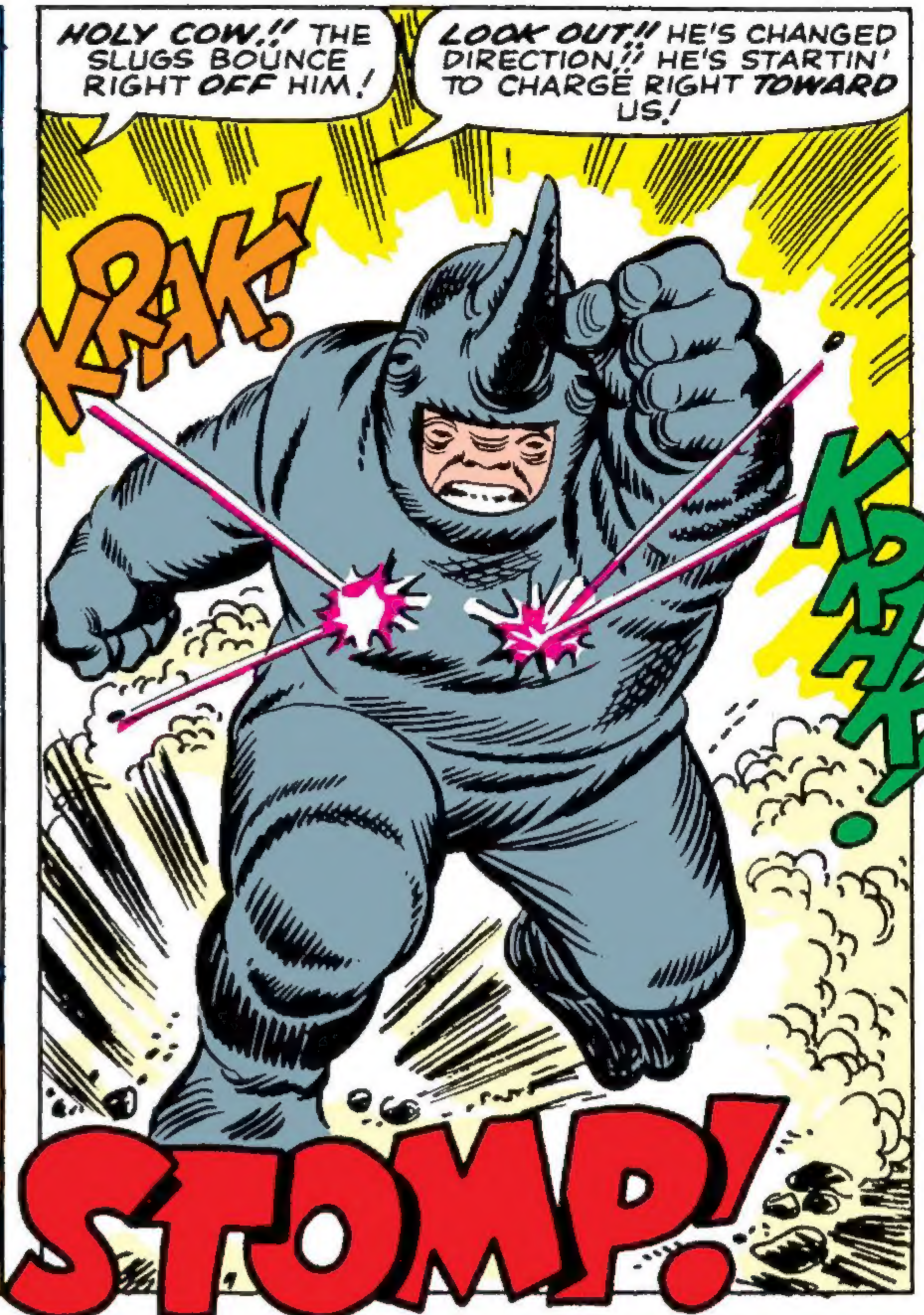
NASA DIDN'T RELEASE A SHRED OF INFORMATION ABOUT YOUR FLIGHT!

I KNOW! THEY COULDN'T!

C-COULDN'T??!!







AH, YES! TRIED-AND-TRUE MARVELITES WON'T NEED A BUILDING TO FALL ON THEM IN ORDER TO KNOW THAT THEIR FRIENDLY NEIGHBORHOOD **SPIDER-MAN** WILL SOON BE IN FOR ONE OF THE TOUGHEST FIGHTS OF HIS ENTIRE CRIME-SMASHING CAREER!

AND SO, THE WORLD HAS BEEN GIVEN ITS FIRST INTRODUCTION TO THE MATCHLESS MENACE OF--THE UNSTOPPABLE **RHINO!**

BUT NOW, WE MOST EARNESTLY REQUEST THAT YOU PREPARE YOURSELF FOR A SUDDEN SURPRISE AS WE SWITCH OUR SCENE BACK TO NEW YORK--

STOMP! STOMP!

...WHERE WE FIND AN UNUSUALLY CHEERFUL **PETER PARKER** WRAPPED IN HIS OWN HAPPY THOUGHTS--!

JUST CAN'T WAIT TO GET MY HANDS ON THAT LITTLE TWO-WHEELED TORNADO!

I'LL BET RIDING IT IS ALMOST AS GROOVY AS WEB-SWINGING!

AND THEN, AS SO OFTEN HAPPENS IN THIS UNPREDICTABLE WORLD OF OURS, COMPLETELY BY ACCIDENT--TOTALLY UNEXPECTED--A CHANCE MEETING--!

BETTY!!

PETER!! IT--IT'S REALLY YOU!

GOSH! WHAT A WONDERFUL SURPRISE!! I DIDN'T EVEN KNOW YOU WERE IN TOWN!

I WASN'T, TILL A FEW MINUTES AGO! I JUST ARRIVED!

YOU CERTAINLY LOOK WELL, PETER!

AFTER ALL THESE MONTHS--THAT'S ALL SHE CAN SAY!?

ALTHOUGH--I CAN'T THINK OF ANYTHING BETTER TO SAY!

WOULD YOU--LIKE A CUP OF COFFEE?

WHY, YES--THAT WOULD BE NICE!

DID YOU HAVE A NICE TIME ON THE COAST?

YES, I DID, THANKS! IS EVERYTHING ALL RIGHT WITH YOU--AND YOUR AUNT MAY?

OH, SURE--WE'RE JUST FINE!

WHAT'S WRONG? WHAT'S HAPPENED BETWEEN US? WE'RE LIKE TWO STRANGERS, GROPING FOR WORDS!

HOW IS EVERYTHING AT THE BUGLE, PETER?

OKAY, I SUPPOSE--!

JONAH JAMESON HAS BEEN AS GROUCHY AS EVER!

YES--I IMAGINED HE WOULD BE--!

OH, BRO-THER! THIS IS SHEER TORTURE!

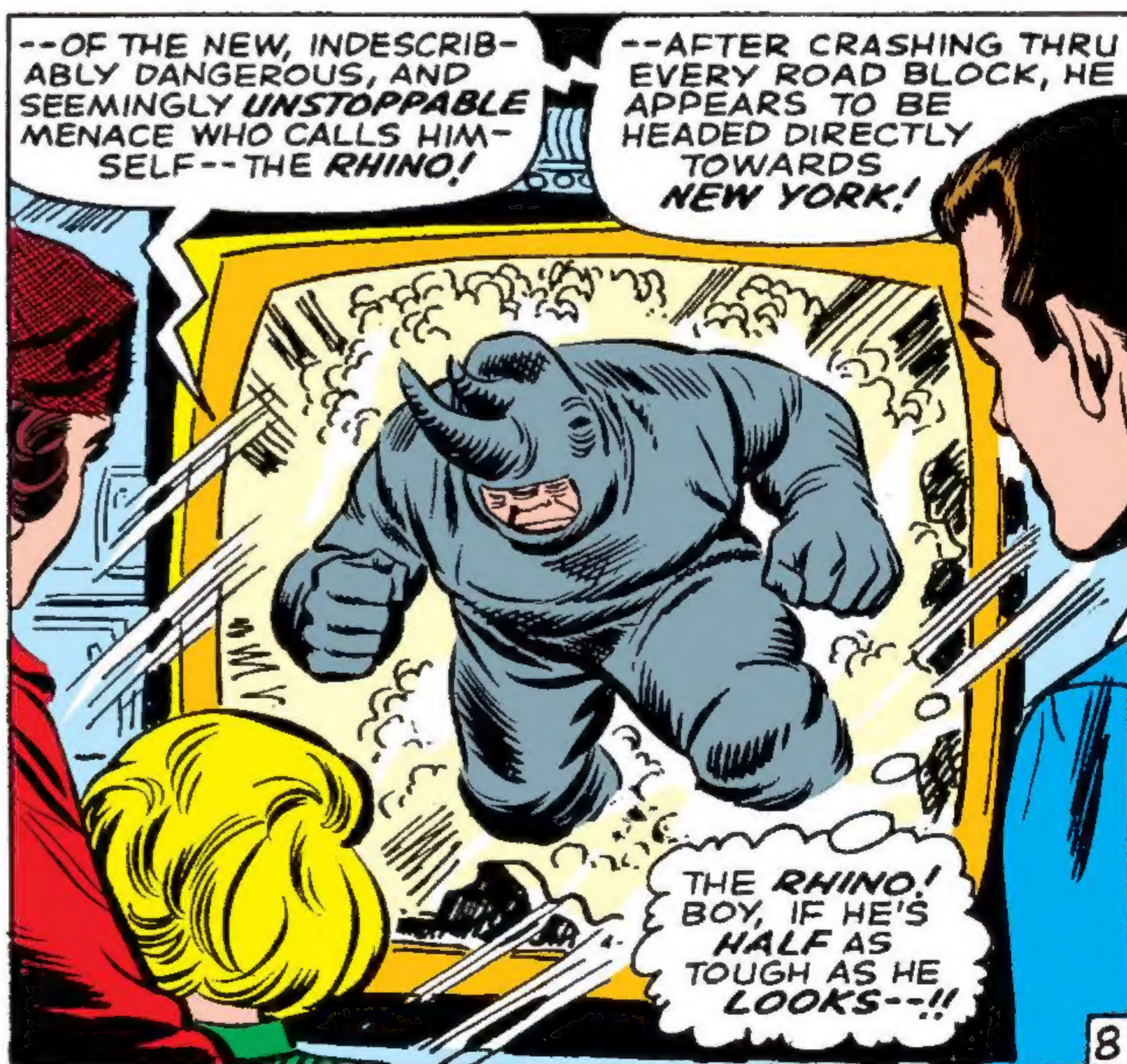
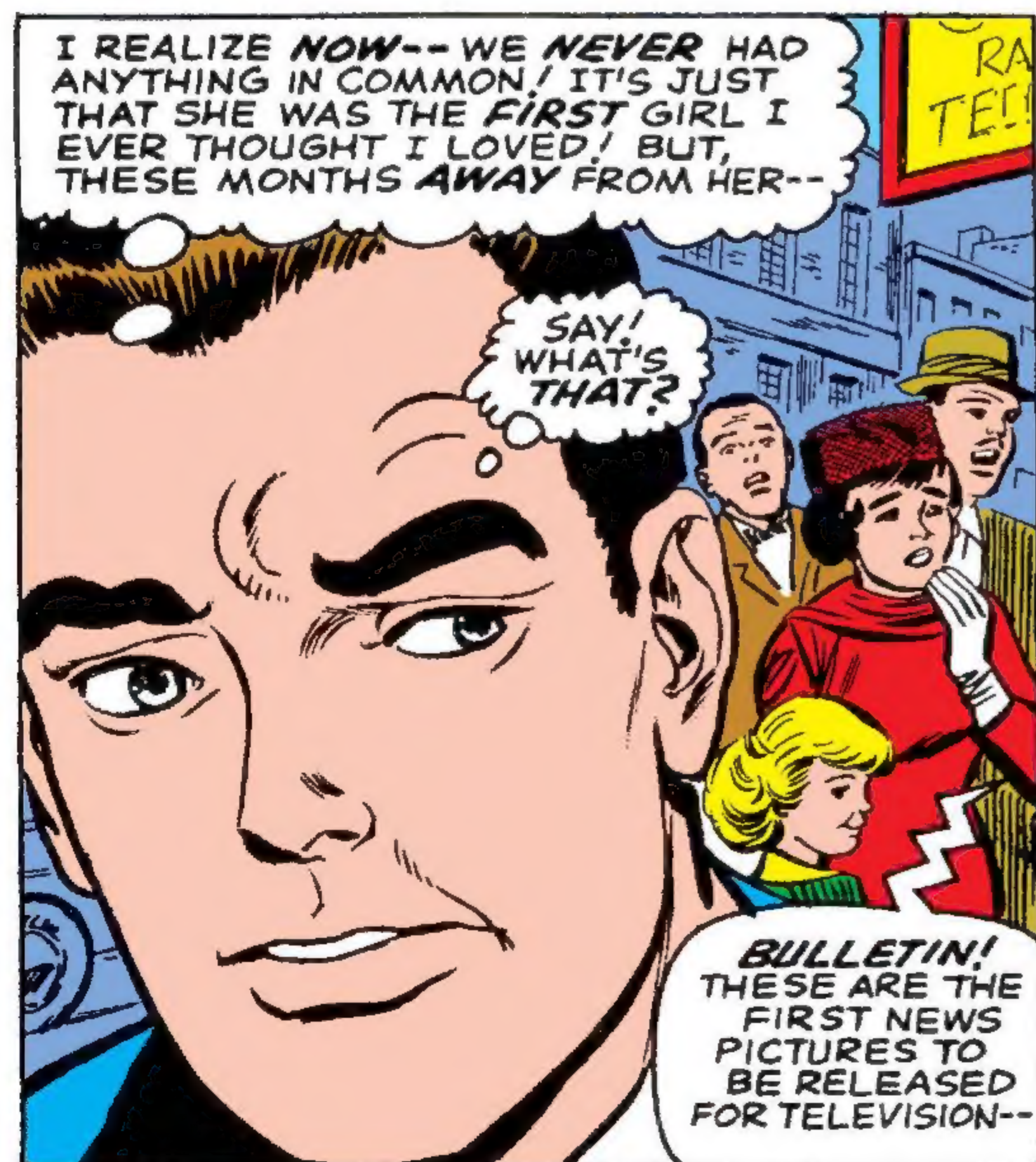
AND I'LL BET IT'S JUST AS TOUGH FOR HER!

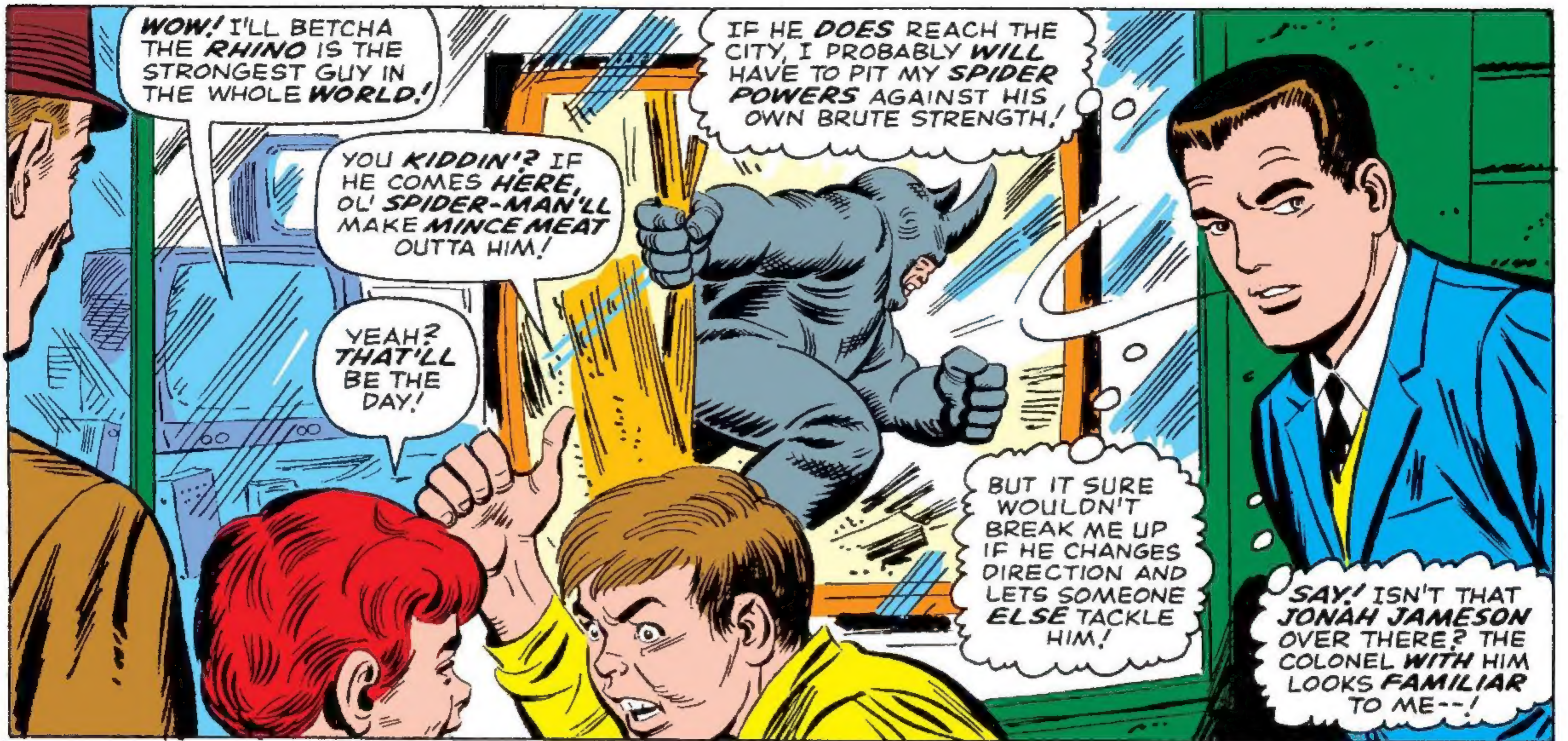
ALL THESE MONTHS--I THOUGHT ABOUT HER--DREAMT ABOUT HER--LONGED FOR HER!!

SO, NOW SHE'S RETURNED--

--AND--NOTHINGSVILLE!

WHAT--EVER WE HAD BEFORE--WHATEVER THERE WAS BETWEEN US--IT'S GONE!





MINUTES LATER, A THOUGHTFUL PETER PARKER APPROACHES HIS MODEST HOME IN FOREST HILLS--

I WONDER WHY THOSE **FEDERAL AGENTS** WERE GUARDING J.J.'S SON?!

IT MUST HAVE SOMETHING TO DO WITH A SECRET PHASE OF OUR **SPACE PROGRAM!**

UH OH! I JUST REALIZED--

HOW IS **AUNT MAY** GONNA TAKE THE NEWS OF MY NEW **BIKE?**

HI, AUNT MAY! GUESS WHAT? I JUST MADE A DOWN PAYMENT ON A NEW **MOTORCYCLE!**

THAT'S NICE, PETER DEAR!

I HOPE YOU'LL DRIVE IT CAREFULLY!

HOLY SMOKE! SHE DIDN'T EVEN BAT AN EYE!

SHE MUST HAVE SOMETHING **ELSE** ON HER MIND! I WONDER WHAT IT IS?

MRS. WATSON CAME TO VISIT EARLIER, PETER! WE HAD THE **NICEST** CHAT!

GOOD! WHAT DID YOU TALK ABOUT?

WELL, ACTUALLY, SHE WANTED TO KNOW IF I'D--

OH, PSHAW! IT WAS JUST **WOMAN TALK!** IT WOULDN'T INTEREST YOU!

I WAS RIGHT! SHE **IS** CONCERNED ABOUT SOMETHING!

WELL, I GUESS SHE'LL TELL ME IN HER OWN GOOD TIME!

GEE, NOW THAT I'M NOT A **KID** ANY LONGER, HOW I'D LOVE TO HAVE MY OWN APARTMENT!

BUT HOW COULD I LEAVE **AUNT MAY** ALL ALONE?

IF ONLY THERE WERE SOMEONE TO LOOK AFTER HER!

WISH I COULD SLIP INTO MY **SPIDEY SUIT** AND DO SOME ROOFTOP SWINGING --TO CLEAR AWAY THE COBWEBS!

BUT I'D BETTER GET TO WORK ON MY **TERM PAPER**, INSTEAD--!

BUT, STUDY COMES **HARD** WHEN A THOUSAND SCATTERED THOUGHTS KEEP INTRUDING--

CAN'T WAIT TO PICK UP MY NEW **BIKE!**

WILL I **NEVER** BE ABLE TO HAVE AN APARTMENT OF MY OWN?

WONDER WHY THOSE **AGENTS** WERE GUARDING JONAH'S SON?!

HOW COULD I EVER HAVE THOUGHT **BETTY** WAS THE GIRL FOR ME?

WILL THE **RHINO** REACH NEW YORK? --AND WHAT'S HE AFTER?

NOTICE THE SNEAKY WAY WE CHANGE OUR SCENES? USING PETE'S LAST THOUGHT AS A SPRINGBOARD, LET'S VISIT A SPRAWLING **RAILROAD YARD**, ON THE CITY'S OUTSKIRTS--

YOU'RE **RIGHT**, CHARLIE! THERE IS SOMEONE MOVING INSIDE THE CAR!

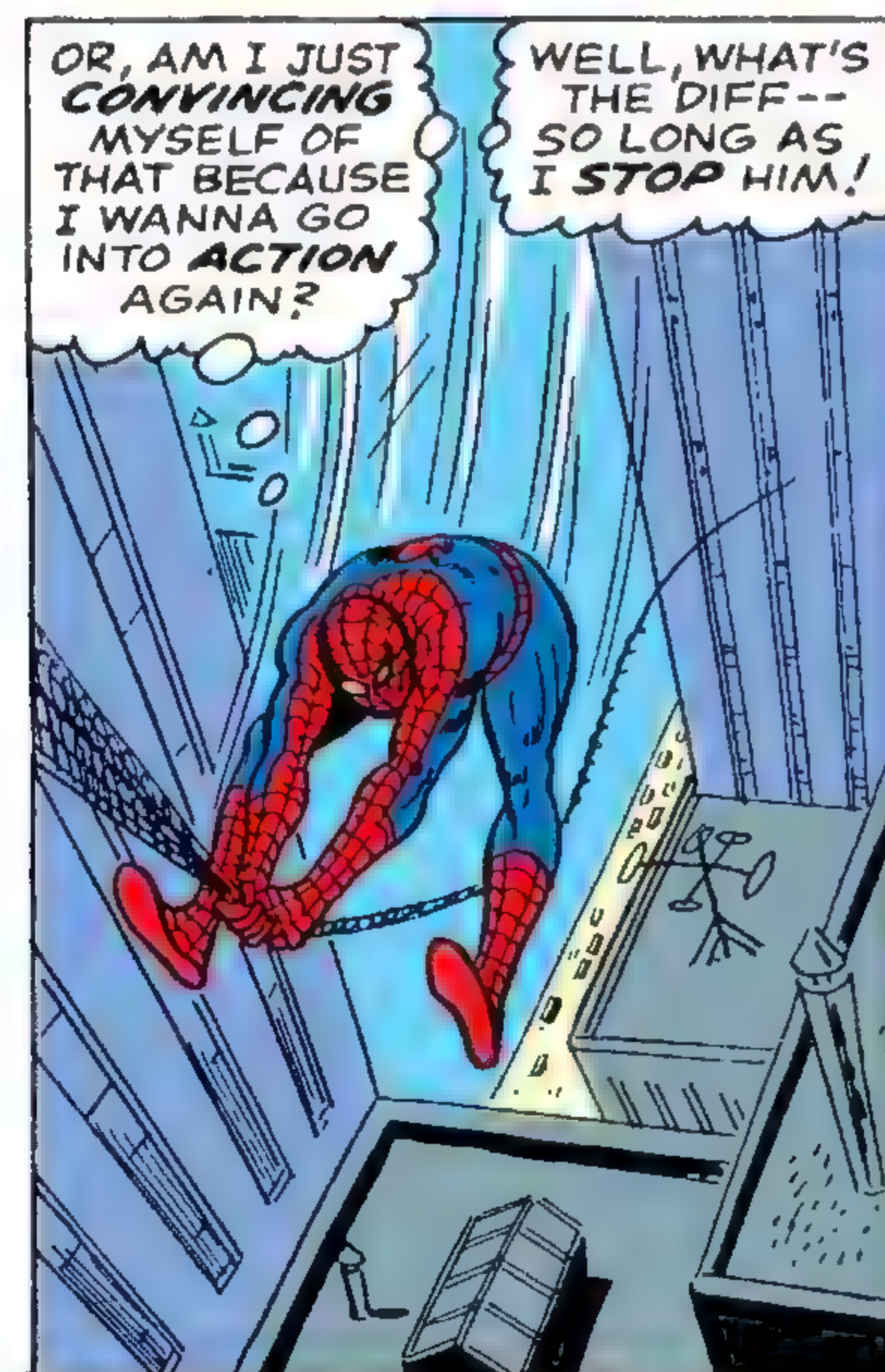
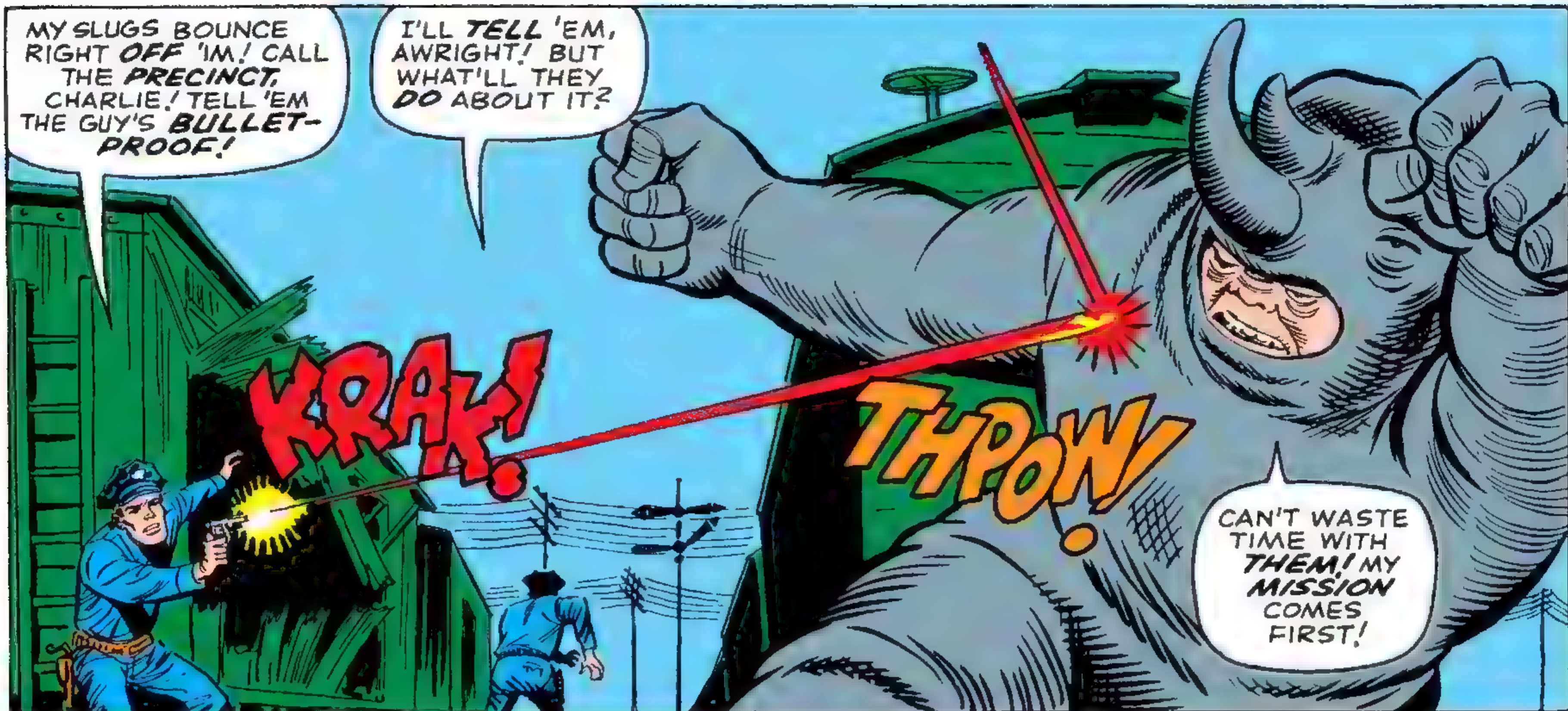
END OF THE LINE, MAC! THIS AINT A **HOBO** HOTEL!

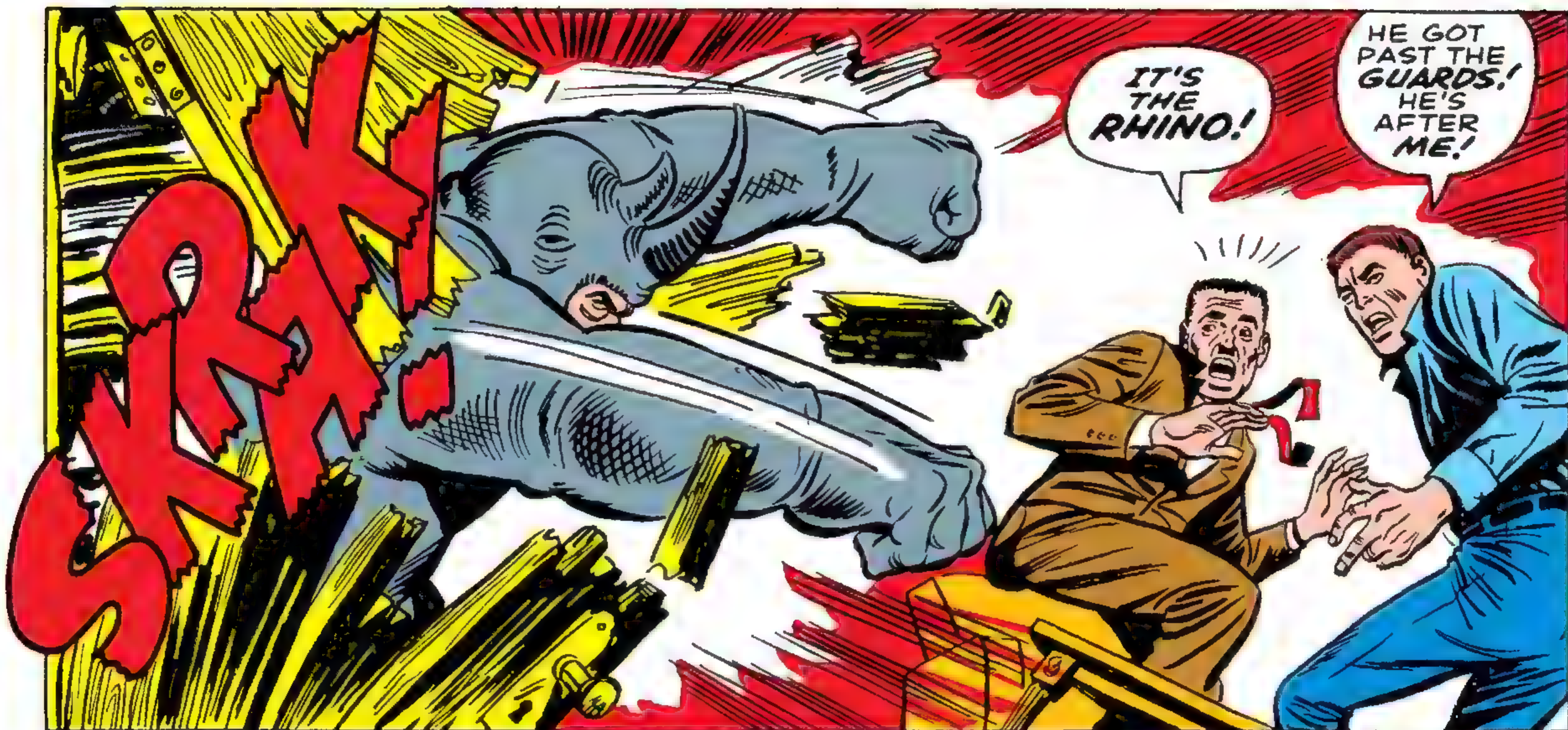
HEY! TH-THAT'S NO ORDINARY **BINDLE-STIFF!**

IT'S THE **RHINO!** WE GOTTA STOP 'IM!

NEW YORK --AT LAST!

STOMP!





SECONDS LATER, THE PIERCING WAIL OF POLICE SIRENS LEADS OUR WALL-CRAWLING WONDER TO A MIDTOWN HOTEL--

SQUAD CARS--CONVERGING ACROSS THE STREET!

HOPE I'M NOT TOO LATE!



THAT'S ALL I NEED TO KNOW!

THE RHINO WAS AFTER JAMESON'S SON--THAT'S WHY THE GUARDS!

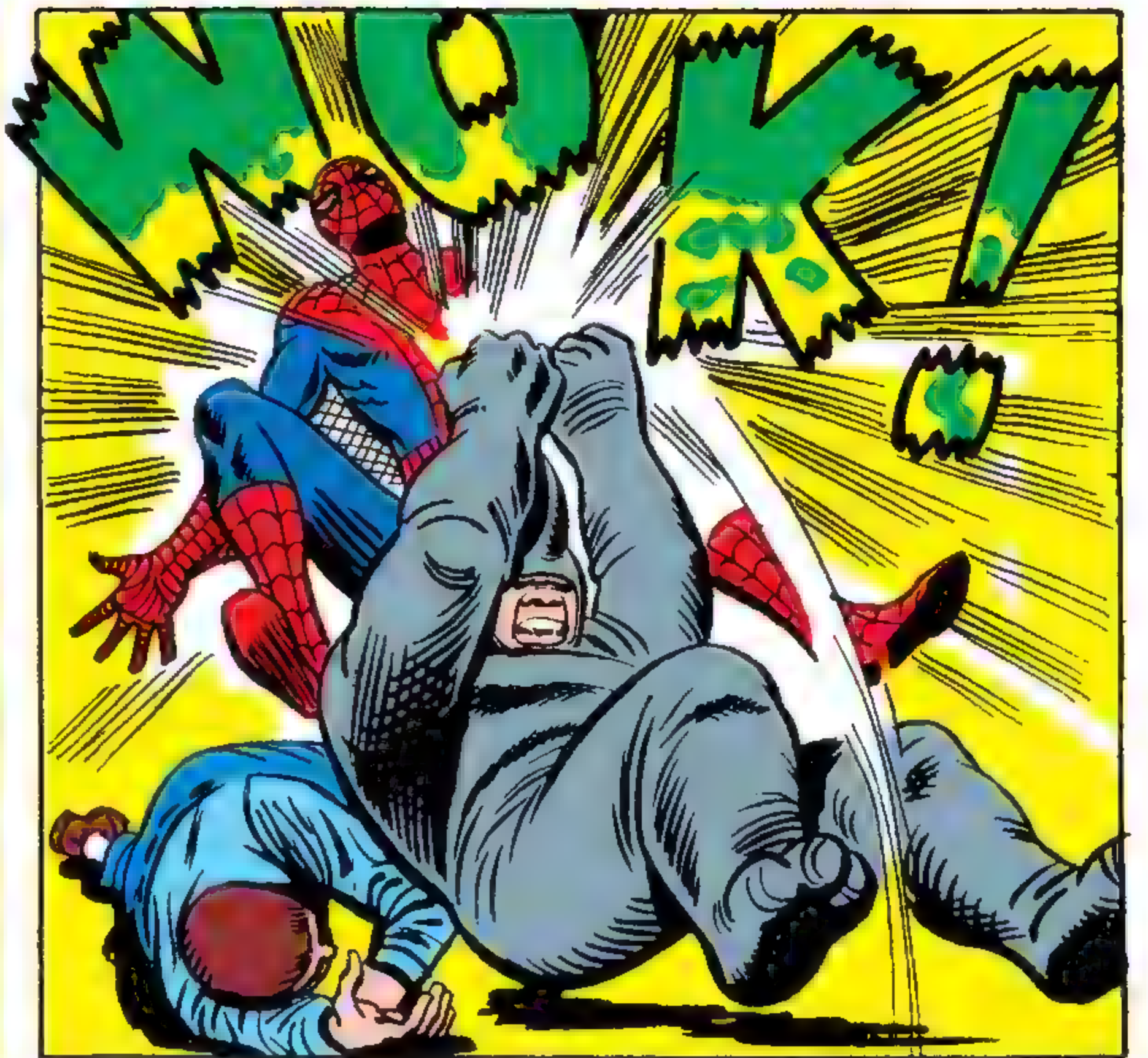
HE CAN'T HAVE GOTTEN FAR! WITH LUCK, I'LL SPOT HIM FROM UP HERE!

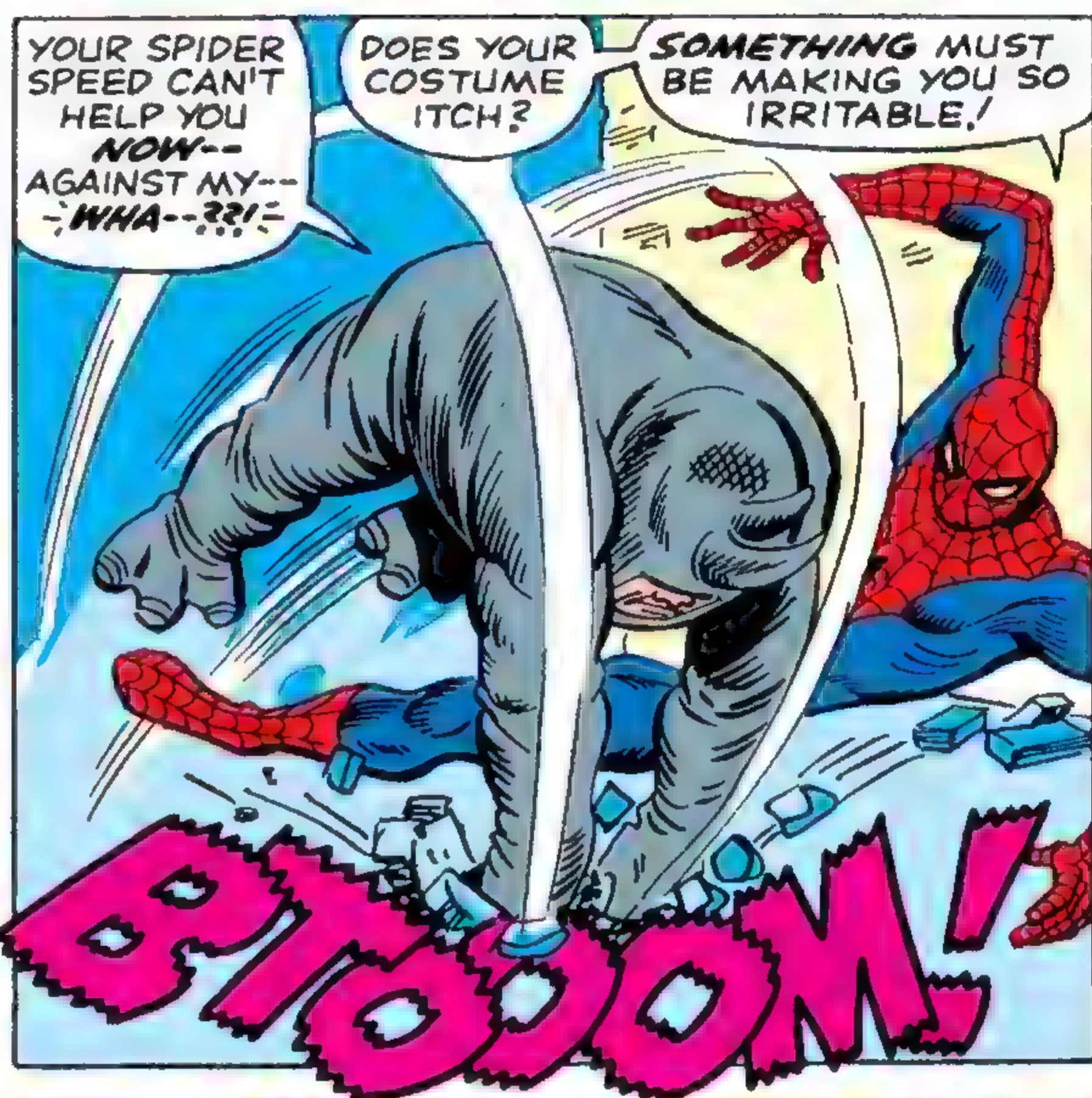
OR MAYBE I'LL BE LUCKIER IF I DON'T SPOT HIM!

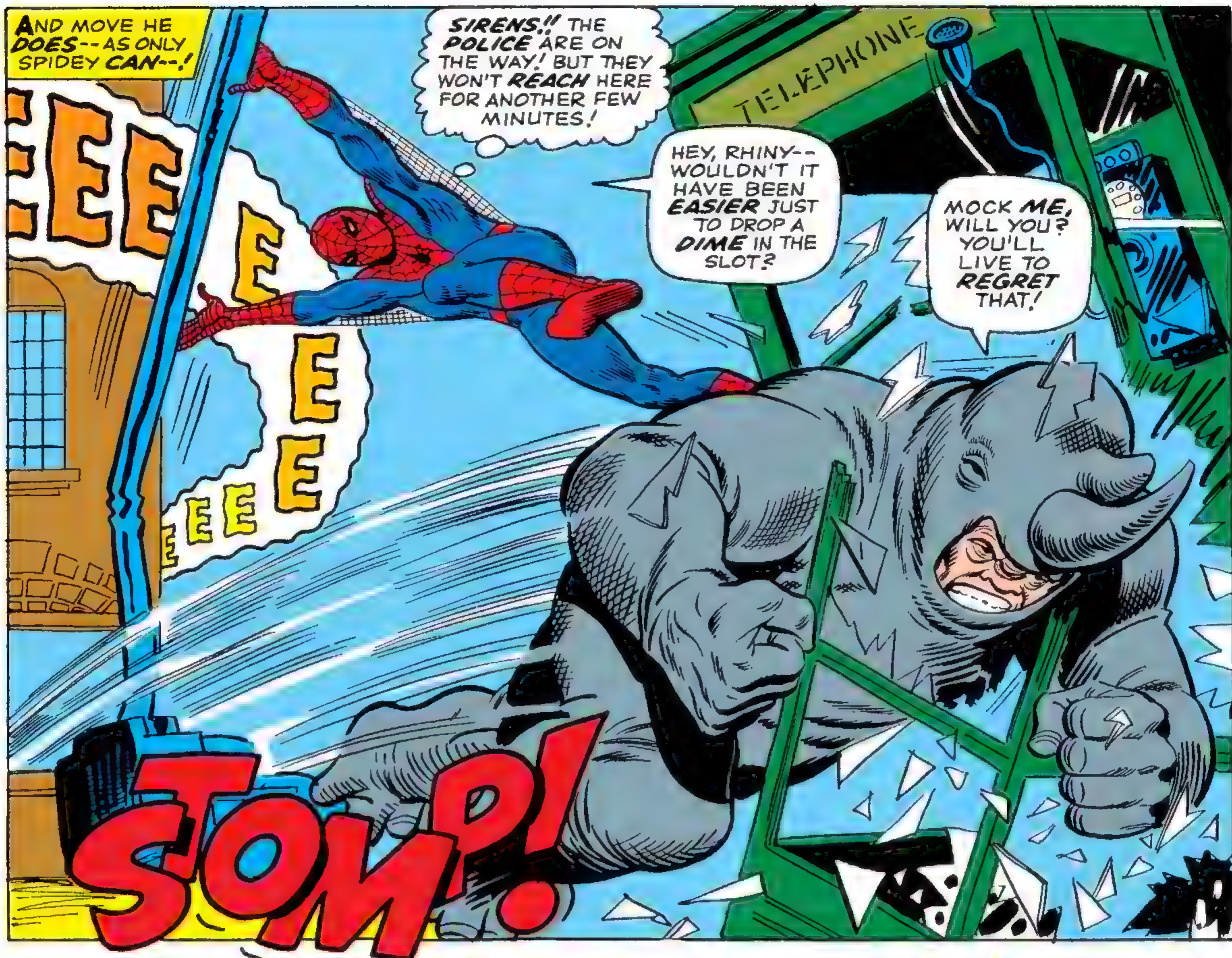
THERE HE IS--CARRYING COLONEL JAMESON AS THOUGH HE'S WEIGHTLESS!

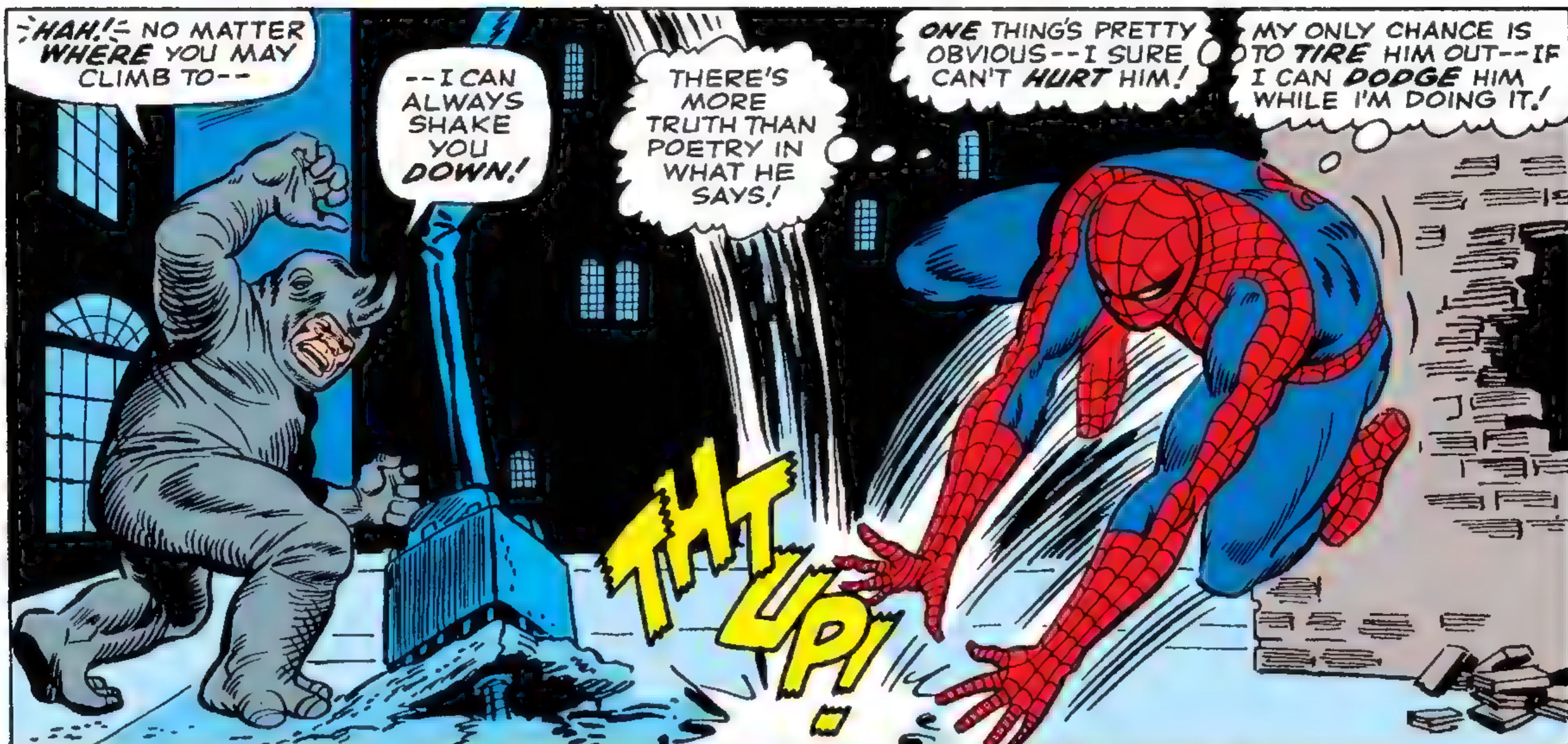
HE'LL BE GONE BY THE TIME THE POLICE GET HERE--SO IT'S UP TO OL' SPIDEY AGAIN!

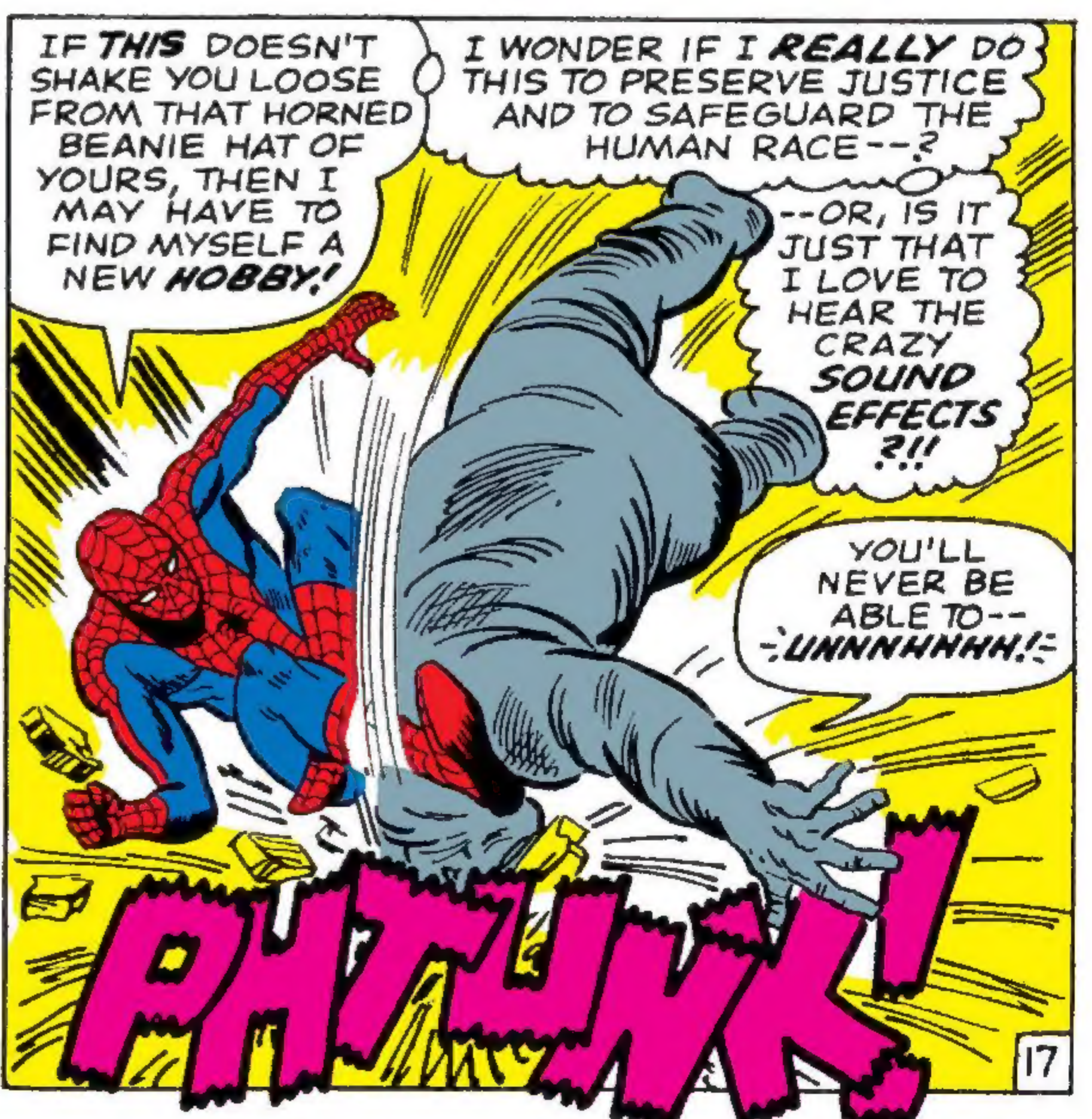
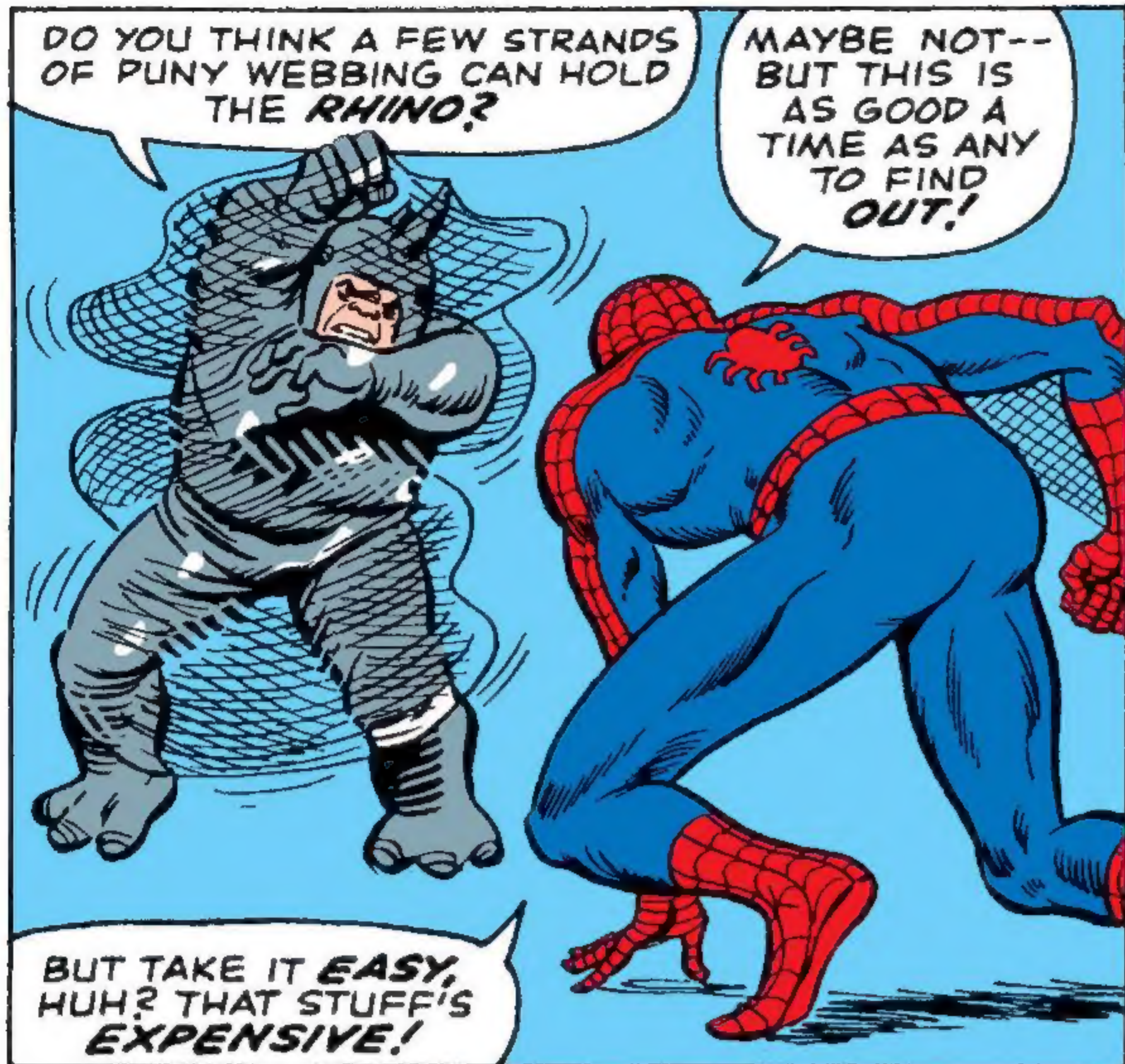












BEHIND THE RHINO--JONAH'S SON IS STARTING TO RECOVER...

THAT'S A RELIEF! AT LEAST HE WASN'T BADLY HURT!

AND HERE COME THE POLICE--RIGHT ON CUE!

HOLD IT, FELLAS! SAVE YOUR BULLETS!!

--YOU WON'T BE NEEDING THEM!

JOHN!! YOU'RE ALL RIGHT, BOY!

SURE, DAD! I'M OKAY--!

THRUM!

WHAT'S EVERYONE STANDING AROUND FOR! YOU'VE GOT THE RHINO--!

NOW, HERE'S YOUR CHANCE TO MAKE IT A **DOUBLE PLAY**--GRAB THAT **WALL-CRAWLER**, ALSO!!

ON WHAT CHARGE, MR. JAMESON?

IT TAKES ONE TO **KNOW** ONE, MISTER!

CHARGE, SHMARGE! 'CAUSE HE'S A **FINK**!

THAT DOES IT! I'LL SUE YOU FOR **SLANDER**!

NOBODY COULD SLANDER YOU!!

IF BIG-MOUTH SPOUTS OFF **LONG** ENOUGH, HE'LL CONVINCE THEM I'M A **ONE-MAN CRIME WAVE**...

SO I'D BETTER CUT OUT NOW!

BUT, THERE'S **ONE** THING REALLY WORRYING ME--!

HOW ARE THEY GONNA **KEEP** THE RHINO IN JAIL AFTER THEY **GET** HIM THERE?

IT'S **AMAZING**! WE COULDN'T GET THAT RHINO SUIT **OFF** HIM! WE'LL HAVE TO LOCK HIM UP **WEARING** IT!

IMAGINE THAT **WEB-SLINGING WEASEL** GETTING AWAY **SCOT-FREE**!

BUT WHAT HAPPENS WHEN HE **COMES TO**? HE MIGHT CRASH RIGHT OUT THRU THE **WALLS**!

BUT, DAD--HE **CAUGHT** THE RHINO--AND PROBABLY **SAVED** ME!

WE'LL WORRY ABOUT **THAT** WHEN THE TIME COMES!

BALONEY!! HE WAS JUST OUT TO SAVE HIS **OWN** SCRAWNY NECK!



MAYBE SO, DAD--BUT IF NOT FOR **SPIDER-MAN**, THE RHINO WOULD HAVE PROBABLY DELIVERED ME TO THE HIGHEST BIDDER AMONG THE OTHER HOSTILE WORLD POWERS!

WELL, LET ME TELL YOU SOMETHING--!



FOR ALL WE KNOW, THAT MASKED MENACE WANTED TO GRAB YOU AWAY FROM THE RHINO SO HE **HIMSELF** COULD CAPTURE YOU!

I DON'T TRUST ANY SO-CALLED SUPER-HEROES! AND **LEAST** OF ALL THAT BLANKETTY-BLANK WEB-SHOOTING CREEP--!

DAD! TAKE IT **EASY!** THINK OF YOUR BLOOD PRESSURE!!

THUMP!

IF ONLY I COULD **PROVE** HE'S A **NO-GOOD!**



I'VE GOT TO RETURN TO THE **CAPE** NOW, DAD!

TRY TO CALM DOWN AND FORGET ABOUT **SPIDER-MAN!**

SPIDER-MAN! I NEVER GIVE THAT LOW-LIFE A **THOUGHT!**

FAR AS I'M CONCERNED, HE DOESN'T EVEN **EXIST!** **SPIDER-MAN?** WHO'S **HE?** NEVER HEARD OF HIM!



MEANWHILE-- I CAN'T STOP **WORRYING** ABOUT THE **RHINO!** WE KNOW SO **LITTLE** ABOUT HIM!

IF ONLY I KNEW HIS **ORIGIN--** HOW HE GOT HIS **POWER--** AND IF HE HAS ANY **WEAKNESSES!**

NEXT TIME HE'LL BE A LOT **HARDER** FOR ME TO **HANDLE!**



MAYBE IF I STUDY THE **PHOTOS** I TOOK--

OH **NO!!** I FORGOT TO SET MY **AUTOMATIC CAMERA!** THAT MEANS--**NO PIX!**



BUT, OUR HERO'S CHAGRIN VANISHES THE NEXT DAY AS HE TAKES POSSESSION OF HIS **NEW CYCLE--**

ENJOY IT, **PARKER!**

JUST WHAT I **AIM** TO DO, MR. **KRAFT!**



AT **LAST** I CAN GET SOMEWHERE IN A **HURRY** WITHOUT HAVING TO SWITCH TO MY **SPIDER-MAN** IDENTITY!

LOOK! PETE LATCHED ONTO A PAIR OF **WHEELS!**

MAYBE HE'S TURNING **HUMAN!**

PETE! WAIT A MINUTE!

OH--MY **LITTLE** CHEERING SECTION!



HOW DO YOU **LIKE** 'ER, GWEN?

A **KNOCKOUT, PETE!**

JUST LIKE YOU ARE, GWENDOLEN!

WAS I **EVER** SO WRAPPED UP IN **BETTY** THAT I COULDN'T SEE THIS **LIVING PIN-UP** UNDER MY **NOSE!**

SOMETHING TELLS ME MY **LUCK** IS ABOUT TO **CHANGE!**



ACTUALLY, I NEVER **THOUGHT** OF YOU AS THE **MOTOR-CYCLE** TYPE BEFORE, PETE!

YOU DIDN'T? WHY **NOT?**

OH, I DON'T **KNOW--**

SHE--ALMOST LOOKS--**DISAPPOINTED!**

LADY, THERE'S A LOT YOU DON'T KNOW ABOUT ME! BUT, STICK AROUND-- I'M PLANNING TO EDUCATE YOU!

PETER PARKER! WHAT ON EARTH HAS CHANGED YOU SO?

NOTHING, GWEN! MAYBE THE REAL ME IS JUST BEGINNING TO BREAK THRU!

THOSE EYES! THOSE LIPS! SHE'S TOO MUCH!

SAY, DOLL-- WHAT'S WITH MR. BOOKWORM THESE DAYS?

WHATEVER IT IS, FLASH, WHY DON'T YOU GET FRIENDLY WITH HIM?

MAYBE SOME OF IT WILL RUB OFF ON YOU!

THE WAY PETE LOOKED AT ME-- LIKE HE WAS SEEING ME-- FOR THE FIRST TIME!

LOOK, MAY-- HERE COMES YOUR NEPHEW!

THAT MUST BE THE NEW MOTOR-CYCLE HE BOUGHT HIMSELF!

I DO HOPE RIDING IN THE OPEN THAT WAY WON'T AFFECT HIS SINUSES!

I SUPPOSE SO, ANNA!

HI, AUNT MAY!

THERE IT IS! ISN'T SHE A BEAUT?

I SUPPOSE SO, PETER DEAR! IT'S A REAL PUSSYWILLOW!

NO, NO, MAY! THE EXPRESSION IS PUSSYCAT!

WELL, PETER KNOWS WHAT I MEANT! YOU'VE BEEN SUCH A WONDERFUL BOY THAT I'M GLAD YOU GOT YOUR MOTORCYCLE-- IF THAT'S WHAT YOU WANTED!

THANKS, AUNT MAY! YOU'RE A REAL PUSSYWILLOW!

LOOKS LIKE YOU STARTED SOMETHING, MAY PARKER!

WELL, I HAVE TO LEAVE NOW!

BUT, DON'T FORGET-- YOU AND PETER ARE COMING TO MY HOUSE FOR DINNER SUNDAY NIGHT!

OF COURSE, ANNA DEAR! I'M SO ANXIOUS FOR PETER TO MEET YOUR NIECE, MARY JANE!

UH OH!

AND NO EXCUSES THIS TIME, YOUNG MAN!

POOR MARY JANE HAS BEEN WANTING TO MEET YOU FOR MONTHS!

I GUESS I'LL JUST HAVE TO GET IT OVER WITH, ONCE AND FOR ALL!

SURE, AUNT MAY! I'LL BE THERE!

WOULDN'T IT BE FUNNY IF SHE'S A REAL DOLL?!!

AW, C'MON, MR. PARKER-- STOP DAY-DREAMING! YOU KNOW THERE ISN'T A CHANCE!

RRRRRRRR

NEXT ISSUE:
WE DON'T HAVE TO TELL YOU WE'LL HAVE A GREAT BATTLE, WITH MORE SENSATIONAL SPIEY ACTION-- YOU KNOW ALL THAT! SO, WE'LL JUST TIP YOU OFF THAT YOU'RE FINALLY ABOUT TO MEET: **MARY JANE!**